

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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OCEANOGRAFÍA, S.A. DE C.V. and	:	
AMADO YÁÑEZ OSUNA,	:	
	:	No. 17 Civ. 1434 (RJS)
Plaintiffs,	:	
	:	
v.	:	
	:	
CITIGROUP INC.; CITIBANK N.A.;	:	
CITIGROUP GLOBAL MARKETS	:	
INC.; and BANCO NACIONAL DE	:	
MEXICO, S.A.	:	
Defendants.	:	
	:	
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**CITIGROUP INC.’S REQUEST FOR JUDICIAL NOTICE
IN SUPPORT OF ITS MOTION TO DISMISS**

Defendant Citigroup Inc. (“Citigroup”), by and through its undersigned counsel and pursuant to Federal Rule of Evidence 201, respectfully requests that the Court take judicial notice of the documents attached as exhibits hereto for the reasons set forth below. The attached includes documents that are required by law to be filed with the Securities and Exchange Commission (the “SEC”), as well as publicly available news reports and transcripts cited to or referenced in the amended complaint in the above-captioned action.

The Court may properly consider the documents identified below on a motion to dismiss. Federal Rule of Evidence 201 provides that a court may take judicial notice of a fact “not subject to reasonable dispute because it: (1) is generally known within the trial court’s territorial jurisdiction; or (2) can be accurately and readily determined from sources whose accuracy cannot reasonably be questioned.” Fed. R. Evid. 201(b); *see also Garber v. Legg Mason, Inc.*, 347 F.

App'x 665 (2d Cir. 2009) (finding that the district court properly took judicial notice of certain news articles and SEC filings).

I. SECURITIES AND EXCHANGE COMMISSION FILINGS

Rule 201 permits a court to take judicial notice of documents filed with the SEC. *See Kramer v. Time Warner Inc.*, 937 F.2d 767, 774 (2d Cir.1991). Accordingly, Citigroup requests that the Court take judicial notice of the following SEC filings:

1. Press Release, Citigroup Inc., *Citigroup Adjusts Fourth Quarter and Full Year 2013 Financial Results* (Feb. 28, 2014), as filed in Citigroup Inc., Current Report (Form 8-K), Ex. 99.01 (Feb. 28, 2014). A true and correct copy of this document is attached hereto as

Exhibit 1.

2. Citigroup Inc., Annual Report (Form 10-K) (Mar. 3, 2014). A true and correct excerpt of this document is attached hereto as **Exhibit 2.**

3. Citigroup Inc., Quarterly Report (Form 10-Q) (Mar. 31, 2014). A true and correct excerpt of this document is attached hereto as **Exhibit 3.**

II. PUBLICLY AVAILABLE REPORTS, MEMORANDA, AND TRANSCRIPTS

In ruling on a motion to dismiss, a court may consider “[d]ocuments that are attached to the complaint or incorporated in it by reference,” and documents “which [are] integral to the complaint.” *Roth v. Jennings*, 489 F.3d 499, 509 (2d Cir. 2007); *Cortec Indus., Inc. v. Sum Holding, L.P.*, 949 F.2d 42, 47 (2d Cir. 1991). Plaintiffs’ amended complaint quotes from each of the following publicly-available Citigroup publications and transcripts.

Rule 201 likewise permits a court to take judicial notice of such documents. *See Conn. Mobilecom, Inc. v. Cellco P’ship (In re Conn. Mobilecom, Inc.)*, 2003 U.S. Dist. LEXIS 23063, at *17 n.3 (S.D.N.Y. Dec. 23, 2003) (taking judicial notice of press releases attached to the opposition to the motion to dismiss); *accord Staehr v. Hartford Fin. Servs. Grp., Inc.*, 547 F.3d

406, 424-25 (2d Cir. 2008) (taking judicial notice of newspaper articles and industry publications). Accordingly, Citigroup requests that the Court take judicial notice of the following documents:

4. Saabira Chaudhuri, *Citi's Corbat Calls Mexico Fraud 'Galling' in Memo to Employees*, WALL ST. J., Feb. 28, 2014, *available at* <https://blogs.wsj.com/moneybeat/2014/02/28/citis-corbat-calls-mexico-fraud-galling-in-memo-to-employees> (reprinting Memorandum from Michael Corbat, dated February 28, 2014). A true and correct copy of this document is attached hereto as **Exhibit 4**.

5. Citigroup Inc. 2013 Annual Report (Mar. 3, 2014), *available at* http://www.citigroup.com/citi/investor/quarterly/2014/ar13c_en.pdf. A true and correct copy of the "Letter to Shareholders" contained in this document is attached hereto as **Exhibit 5**.

6. Transcript, Raymond James Institutional Investor Conference (Mar. 3, 2014), *available at* <http://www.citigroup.com/citi/investor/quarterly/2014/tr140303a.pdf>. A true and correct copy of this document is attached hereto as **Exhibit 6**.

7. Transcript, Citi First Quarter 2014 Earnings Review (April 14, 2014), *available at* <http://www.citigroup.com/citi/investor/quarterly/2014/tr140414a.pdf>. A true and correct excerpt of this document is attached hereto as **Exhibit 7**.

8. Memorandum from Michael Corbat, dated May 14, 2014, *available at* the following URL: <https://assets.documentcloud.org/documents/1159730/citigroup-memo-on-fraud.pdf> (last accessed January 11, 2018). A true and correct copy of this document is attached hereto as **Exhibit 8**.

9. Transcript, Deutsche Bank Global Financial Services Investor Conference (May 27, 2014), *available at* <http://www.citigroup.com/citi/investor/quarterly/2014/tr140527a.pdf>. A true and correct copy of this document is attached hereto as **Exhibit 9**.

10. Transcript, Sanford C. Bernstein Strategic Decisions Conference (May 29, 2014), *available at* <http://www.citigroup.com/citi/investor/quarterly/2014/tr140529a.pdf>. A true and correct copy of this document is attached hereto as **Exhibit 10**.

III. CONCLUSION

For the foregoing reasons, Citigroup respectfully requests that the Court take judicial notice of the documents attached hereto.

Dated: January 12, 2018

Respectfully submitted,

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